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10 Attorneys for Debtors

11 **UNITED STATES BANKRUPTCY COURT  
 12 DISTRICT OF NEVADA**

13 In re:  
 14 USA COMMERCIAL MORTGAGE COMPANY,  
 15 Debtor.

Case No. BK-S-06-10725 LBR  
 Case No. BK-S-06-10726 LBR  
 Case No. BK-S-06-10727 LBR  
 Case No. BK-S-06-10728 LBR  
 Case No. BK-S-06-10729 LBR

16 In re:  
 17 USA CAPITAL REALTY ADVISORS, LLC,  
 Debtor.

Chapter 11

18 In re:  
 19 USA CAPITAL DIVERSIFIED TRUST DEED  
 FUND, LLC,  
 Debtor.

Jointly Administered Under  
 Case No. BK-S-06-10725 LBR

20 In re:  
 21 USA CAPITAL FIRST TRUST DEED FUND,  
 LLC,  
 Debtor.

**DEBTOR USA COMMERCIAL  
 MORTGAGE COMPANY'S JOINDER  
 IN EMERGENCY MOTION OF  
 COMPASS FINANCIAL PARTNERS,  
 LLC FOR ORDER PURSUANT TO 11  
 U.S.C. §§ 105 AND 1141 ENFORCING  
 CONFIRMATION ORDER**

23 In re:  
 24 USA SECURITIES, LLC,  
 Debtor.

25 Affects:

- All Debtors
- USA Commercial Mortgage Company
- USA Securities, LLC
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA First Trust Deed Fund, LLC

Hearing Date: June 20, 2007  
 Hearing Time: 10:30 a.m.

1 USA Commercial Mortgage Company (“Debtor”), by and through its counsel, hereby  
 2 submits this Joinder in Emergency Motion of Compass Financial Partners, LLC for Order  
 3 Pursuant to 11 U.S.C. §§ 105 and 1141 Enforcing Confirmation Order (the “Emergency Motion”).

4 The Debtor files this statement in support of the Emergency Motion<sup>1</sup> filed by Compass  
 5 USA SPE LLC and Compass Financial Partners LLC (together “Compass”) on May 25, 2007  
 6 (Docket #3773) and in response to the opposition to the Emergency Motion filed by Donna  
 7 Cangelosi and the Lenders Protection Group on May 30, 2007 (Docket #3853).

8 The Debtor supports Compass’ request that the Court enter an order enforcing the  
 9 Confirmation Order which, *inter alia*, obligates Direct Lenders to comply with the terms of the  
 10 Loan Servicing Agreements. Confirmation Order ¶47. Entry of an order enforcing the  
 11 Confirmation Order is necessary and appropriate to ensure the continued implementation of the  
 12 Plan, preserve the integrity of these chapter 11 cases, and is consistent with applicable Ninth  
 13 Circuit law. *See, e.g., In re PWS Holding Corp.*, 303 F.3d 308 (3<sup>rd</sup> Cir. 2002), certiorari denied  
 14 *Haskell v. PWS Holding Corp.*, 538 U.S. 924, 123 S.Ct. 1594, 155 L.Ed.2d 316 (2003)(approving  
 15 order enjoining creditor from prosecuting a fraudulent transfer claim extinguished by a confirmed  
 16 plan of reorganization); and *Hawaiian Airlines, Inc. v. Mesa Air Group, Inc.*, 355 B.R. 214, 218-9  
 17 (D.Hawai'i 2006)(emphasis added; holding that the Bankruptcy Court had jurisdiction over claims  
 18 for breach of a post-petition confidentiality agreement as core proceedings), which held:

19 **The law is clear that “[a] bankruptcy court retains post-confirmation  
 20 jurisdiction to interpret and enforce its own orders, particularly when disputes  
 21 arise over a bankruptcy plan of reorganization.” See *Luan Investment S.E. v.  
 22 Franklin 145 Corp.* (*In re Petrie Retail, Inc.*), 304 F.3d 223, 230 (2nd Cir.2002)  
 23 (citations omitted); see also *Sea Hawk Seafoods, Inc. v. State of Alaska* (*In re  
 24 Valdez Fisheries*), 439 F.3d 545, 549 (9th Cir.2006) (court may maintain  
 25 jurisdiction to enable a court to vindicate its authority and effectuate its decrees)  
 26 (citing *Kokkonen v. Guardian Life Ins. Co. of Am.*, 511 U.S. 375, 379-80, 114 S.Ct.  
 27 1673, 128 L.Ed.2d 391 (1994)).**  
 28 \*\*\*

29 **A post-confirmation proceeding involving a bankruptcy court's enforcement  
 30 of its own order is a core proceeding. See *Insurance Company of North America***

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1 Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Emergency  
 2 Motion.

v. NGC Settlement Trust & Asbestos Claims Management Corp. (*Matter of National Gypsum Co.*), 118 F.3d 1056, 1063 (5th Cir.1997) (post-confirmation actions to enforce discharge injunction are core proceedings “because they call on the bankruptcy court to construe and enforce its own orders”); *C.F. Trust, Inc. v. Tyler*, 318 B.R. 795, 803-04 (E.D.Va.2004) (post-confirmation motion to interpret and enforce a release agreement which was related to the plan or reorganization found to be core matter).

Dated: June 15, 2007

/s/ Lenard E. Schwartzer, Esq.

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